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UNITED STATES DISTRICT COURT
 DISTRICT OF MASSACHUSETTS

ATLANTIC RECORDING CORPORATION,) CIVIL ACTION No.
 a Delaware corporation; ELEKTRA)
 ENTERTAINMENT GROUP INC., a)
 Delaware corporation; PRIORITY RECORDS)
 LLC, a California limited liability company;)
 ARISTA RECORDS LLC, a Delaware limited)
 liability company; WARNER BROS.)
 RECORDS INC., a Delaware corporation;)
 BMG MUSIC, a New York general)
 partnership; MOTOWN RECORD)
 COMPANY, L.P., a California limited)
 partnership; INTERSCOPE RECORDS, a)
 California general partnership; CAPITOL)
 RECORDS, INC., a Delaware corporation;)
 MAVERICK RECORDING COMPANY, a)
 California joint venture; UMG)
 RECORDINGS, INC., a Delaware corporation;)
 SONY BMG MUSIC ENTERTAINMENT, a)
 Delaware general partnership; and VIRGIN)
 RECORDS AMERICA, INC., a California)
 corporation,)
 Plaintiffs,)
 v.)
 DOES 1 - 25,)
 Defendants.)

05-10733 NG

COMPLAINT FOR COPYRIGHT INFRINGEMENT

Plaintiffs assert the following claims against Defendants.

JURISDICTION AND VENUE

1. This is a civil action seeking damages and injunctive relief for copyright infringement under the copyright laws of the United States (17 U.S.C. § 101 et seq.).

2. This Court has jurisdiction under 17 U.S.C. § 101 et seq.; 28 U.S.C. § 1331 (federal question); and 28 U.S.C. § 1338(a) (copyright).

3. Venue in this District is proper under 28 U.S.C. § 1391(b) and/or 28 U.S.C. § 1400(a). Although the true identity of each Defendant is unknown to Plaintiffs at this time, on information and belief, each Defendant may be found in this District and/or a substantial part of the acts of infringement complained of herein occurred in this District. On information and belief, personal jurisdiction in this District is proper because each Defendant, without consent or permission of the copyright owner, disseminated over the Internet copyrighted works owned and/or controlled by the Plaintiffs. On information and belief, such illegal dissemination occurred in every jurisdiction in the United States, including this one. In addition, each Defendant uses an online service provider found in this District to access the Internet, which facilitated Defendants' infringing activities.

PARTIES

4. Plaintiff Atlantic Recording Corporation is a corporation duly organized and existing under the laws of the State of Delaware, with its principal place of business in the State of New York.

5. Plaintiff Elektra Entertainment Group Inc. is a corporation duly organized and existing under the laws of the State of Delaware, with its principal place of business in the State of New York.

6. Plaintiff Priority Records LLC is a limited liability company with its principal place of business in the State of California.

7. Plaintiff Arista Records LLC is a limited liability company duly organized and existing under the laws of the State of Delaware, with its principal place of business in the State of New York.

8. Plaintiff Warner Bros. Records Inc. is a corporation duly organized and existing under the laws of the State of Delaware, with its principal place of business in the State of California.

9. Plaintiff BMG Music is a general partnership duly organized and existing under the laws of the State of New York, with its principal place of business in the State of New York.

10. Plaintiff Motown Record Company, L.P. is a limited partnership duly organized and existing under the laws of the State of California, with its principal place of business in the State of New York.

11. Plaintiff Interscope Records is a California general partnership, with its principal place of business in the State of California.

12. Plaintiff Capitol Records, Inc. is a corporation duly organized and existing under the laws of the State of Delaware, with its principal place of business in the State of New York.

13. Plaintiff Maverick Recording Company is a joint venture between Maverick Records and Warner Bros. Records Inc., organized and existing under the laws of the State of California, with its principal place of business in the State of California.

14. Plaintiff UMG Recordings, Inc. is a corporation duly organized and existing under the laws of the State of Delaware, with its principal place of business in the State of California.

15. Plaintiff Sony BMG Music Entertainment is a Delaware general partnership, with its principal place of business in the State of New York.

16. Plaintiff Virgin Records America, Inc. is a corporation duly organized and existing under the laws of the State of California, with its principal place of business in the State of New York.

17. The true names and capacities of the Defendants are unknown to Plaintiffs at this time. Each Defendant is known to Plaintiffs only by the Internet Protocol (“IP”) address assigned to that Defendant by his or her online service provider on the date and time at which the infringing activity of each Defendant was observed. See Exhibit A. Plaintiffs believe that information obtained in discovery will lead to the identification of each Defendant's true name.

COUNT I**INFRINGEMENT OF COPYRIGHTS**

18. Plaintiffs incorporate herein by this reference each and every allegation contained in each paragraph above.

19. Plaintiffs are, and at all relevant times have been, the copyright owners or licensees of exclusive rights under United States copyright law with respect to certain copyrighted sound recordings, including, but not limited to, all of the copyrighted sound recordings on Exhibit A to this Complaint (collectively, these copyrighted sound recordings shall be identified as the "Copyrighted Recordings"). Each of the Copyrighted Recordings is the subject of a valid Certificate of Copyright Registration issued by the Register of Copyrights to each Plaintiff as specified on each page of Exhibit A.

20. Among the exclusive rights granted to each Plaintiff under the Copyright Act are the exclusive rights to reproduce the Copyrighted Recordings and to distribute the Copyrighted Recordings to the public.

21. Plaintiffs are informed and believe that each Defendant, without the permission or consent of Plaintiffs, has used, and continues to use, an online media distribution system to download, distribute to the public, and/or make available for distribution to others, certain of the Copyrighted Recordings. Exhibit A identifies on a Defendant-by-Defendant basis (one Defendant per page) a list of copyrighted recordings that each Defendant has, without the permission or consent of Plaintiffs, downloaded, distributed to the public, and/or made available

for distribution to others. In doing so, each Defendant has violated Plaintiffs' exclusive rights of reproduction and distribution. Each Defendant's actions constitute infringement of Plaintiffs' copyrights and/or exclusive rights under copyright. (In addition to the sound recordings listed for each Defendant on Exhibit A, Plaintiffs are informed and believe that each Defendant has, without the permission or consent of Plaintiffs, downloaded, distributed to the public, and/or made available for distribution to others additional sound recordings owned by or exclusively licensed to the Plaintiffs or Plaintiffs' affiliate record labels.)

22. Plaintiffs are informed and believe that the foregoing acts of infringement have been willful, intentional, and in disregard of and with indifference to the rights of Plaintiffs.

23. As a result of each Defendant's infringement of Plaintiffs' copyrights and exclusive rights under copyright, Plaintiffs are entitled to statutory damages pursuant to 17 U.S.C. § 504(c) against each Defendant for each infringement by the Defendant of each copyrighted recording. Plaintiffs further are entitled to their attorneys' fees and costs pursuant to 17 U.S.C. § 505.

24. The conduct of each Defendant is causing and, unless enjoined and restrained by this Court, will continue to cause Plaintiffs great and irreparable injury that cannot fully be compensated or measured in money. Plaintiffs have no adequate remedy at law. Pursuant to 17 U.S.C. §§ 502 and 503, Plaintiffs are entitled to injunctive relief prohibiting each Defendant from further infringing Plaintiffs' copyrights, and ordering that each Defendant destroy all copies of copyrighted sound recordings made in violation of Plaintiffs' exclusive rights.

WHEREFORE, Plaintiffs pray for judgment against each Defendant as follows:

1. For an injunction providing:

"Defendant shall be and hereby is enjoined from directly or indirectly infringing Plaintiffs' rights under federal or state law in the Copyrighted Recordings and any sound recording, whether now in existence or later created, that is owned or controlled by Plaintiffs (or any parent, subsidiary, or affiliate record label of Plaintiffs) ("Plaintiffs' Recordings"), including without limitation by using the Internet or any online media distribution system to reproduce (*i.e.*, download) any of Plaintiffs' Recordings, to distribute (*i.e.*, upload) any of Plaintiffs' Recordings, or to make any of Plaintiffs' Recordings available for distribution to the public, except pursuant to a lawful license or with the express authority of Plaintiffs. Defendant also shall destroy all copies of Plaintiffs' Recordings that Defendant has downloaded onto any computer hard drive or server without Plaintiffs' authorization and shall destroy all copies of those downloaded recordings transferred onto any physical medium or device in Defendant's possession, custody, or control."

2. For statutory damages for each infringement of each Copyrighted Recording pursuant to 17 U.S.C. § 504.

3. For Plaintiffs' costs in this action.

4. For Plaintiffs' reasonable attorneys' fees incurred herein.
5. For such other and further relief as the Court may deem just and proper.

ATLANTIC RECORDING CORP.;
ELEKTRA ENTERTAINMENT GROUP
INC.; PRIORITY RECORDS LLC; ARISTA
RECORDS LLC; WARNER BROS.
RECORDS INC.; BMG MUSIC; MOTOWN
RECORD COMPANY, L.P.; INTERSCOPE
RECORDS; CAPITOL RECORDS, INC.;
MAVERICK RECORDING CO.; UMG
RECORDINGS, INC.; SONY BMG MUSIC
ENTERTAINMENT; and VIRGIN RECORDS
AMERICA, INC.

By their attorneys,

DATED: 4/13/05

By: 
Colin J. Zick (BBO No. 556538)
Gabriel M. Helmer (BBO No. 652640)
FOLEY HOAG LLP
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CIVIL COVER SHEET

The JS-44 civil cover sheet and the information contained herein neither replace nor supplement the filing and service of pleadings or other papers as required by law, except as provided by local rules of court. This form, approved by the Judicial Conference of the United States in September 1974, is required for the use of the Clerk of Court for the purpose of initiating the civil docket sheet. (SEE INSTRUCTIONS ON THE REVERSE OF THE FORM.)

I. (a) PLAINTIFFS

ATLANTIC RECORDING CORP.; ELEKTRA ENTERTAINMENT GROUP INC.; PRIORITY RECORDS LLC; ARISTA RECORDS LLC; WARNER BROS. RECORDS INC.; BMG MUSIC; MOTOWN RECORD COMPANY, L.P.; INTERSCOPE RECORDS; CAPITOL RECORDS, INC.; MAVERICK RECORDING CO.; UMG RECORDINGS, INC.; SONY BMG MUSIC ENTERTAINMENT; and VIRGIN RECORDS AMERICA, INC.

(b) County of Residence of First Listed Plaintiff **NEW YORK, NEW YORK**
(EXCEPT IN U.S. PLAINTIFF CASES)

(c) Attorney's (Firm Name, Address, and Telephone Number)
COLIN J. ZICK (BBO No. 556538) **Phone: (617) 832-1000**
GABRIEL M. HELMER (BBO No. 652640)
FOLEY HOAG LLP
155 Seaport Boulevard
Boston, MA 02210-2600

DEFENDANTS

DOES 1 - 25

County of Residence of First Listed Defendant **6**

(IN U.S. PLAINTIFF CASES ONLY)

NOTE: IN LAND CONDEMNATION CASES, USE THE LOCATION OF THE LAND INVOLVED.

II. BASIS OF JURISDICTION (Place an "X" in One Box Only)

1 U.S. Government Plaintiff 3. Federal Question (U.S. Government Not a Party)

2 U.S. Government Defendant 4 Diversity (Indicate Citizenship of Parties in Item III)

III. CITIZENSHIP OF PRINCIPAL PARTIES (Place an "X" in One Box for Plaintiff and One Box for Defendant)

	PTF DEF	PTF DEF
Citizen of This State	<input type="checkbox"/> 1 <input type="checkbox"/> 1 Incorporated or Principal Place of Business In This State	<input type="checkbox"/> 4 <input type="checkbox"/> 4
Citizen of Another State	<input type="checkbox"/> 2 <input type="checkbox"/> 2 Incorporated and Principal Place of Business In Another State	<input type="checkbox"/> 5 <input type="checkbox"/> 5
Citizen or Subject of a Foreign Country	<input type="checkbox"/> 3 <input type="checkbox"/> 3 Foreign Nation	<input type="checkbox"/> 6 <input type="checkbox"/> 6

IV. NATURE OF SUIT (Place an 'X' in One Box Only)

CONTRACT	TORTS	FORFEITURE/PENALTY	BANKRUPTCY	OTHER STATUTES
<input type="checkbox"/> 110 Insurance	PERSONAL INJURY	PERSONAL INJURY	<input type="checkbox"/> 610 Agriculture	<input type="checkbox"/> 400 State Reapportionment
<input type="checkbox"/> 120 Marine	<input type="checkbox"/> 310 Airplane	<input type="checkbox"/> 362 Personal Injury—Med. Malpractice	<input type="checkbox"/> 422 Appeal 28 USC 158	<input type="checkbox"/> 410 Antitrust
<input type="checkbox"/> 130 Miller Act	<input type="checkbox"/> 315 Airplane Product Liability	<input type="checkbox"/> 365 Personal Injury—Product Liability	<input type="checkbox"/> 423 Withdrawal 28 USC 157	<input type="checkbox"/> 430 Banks and Banking
<input type="checkbox"/> 140 Negotiable Instrument	<input type="checkbox"/> 320 Assault, Libel & Slander	<input type="checkbox"/> 368 Asbestos Personal Injury Product Liability	PROPERTY RIGHTS	<input type="checkbox"/> 450 Commerce/ICC Rates/etc.
<input type="checkbox"/> 150 Recovery of Overpayment & Enforcement of Judgment	<input type="checkbox"/> 330 Federal Employers' Liability	<input type="checkbox"/> 370 Other Fraud	<input checked="" type="checkbox"/> 820 Copyrights	<input type="checkbox"/> 460 Deportation
<input type="checkbox"/> 151 Medicare Act	<input type="checkbox"/> 340 Marine	<input type="checkbox"/> 371 Truth in Lending	<input type="checkbox"/> 830 Patent	<input type="checkbox"/> 470 Racketeer Influenced and Corrupt Organizations
<input type="checkbox"/> 152 Recovery of Defaulted Student Loans (Excl. Veterans)	<input type="checkbox"/> 345 Marine Product Liability	<input type="checkbox"/> 380 Other Personal Property Damage	<input type="checkbox"/> 840 Trademark	<input type="checkbox"/> 480 Consumer Credit
<input type="checkbox"/> 153 Recovery of Overpayment of Veteran's Benefits	<input type="checkbox"/> 350 Motor Vehicle	<input type="checkbox"/> 385 Property Damage Product Liability	LABOR	<input type="checkbox"/> 490 Cable/Sat TV
<input type="checkbox"/> 160 Stockholders' Suits	<input type="checkbox"/> 355 Motor Vehicle Product Liability	<input type="checkbox"/> 390 Other	SOCIAL SECURITY	<input type="checkbox"/> 810 Selective Service
<input type="checkbox"/> 190 Other Contract	<input type="checkbox"/> 360 Other Personal Injury	PERSONAL PROPERTY	<input type="checkbox"/> 710 Fair Labor Standards Act	<input type="checkbox"/> 850 Securities/Commodities/ Exchange
<input type="checkbox"/> 195 Contract Product Liability			<input type="checkbox"/> 720 Labor/Mgmt. Relations	<input type="checkbox"/> 875 Customer Challenge 12 USC 3410
<input type="checkbox"/> 196 Franchise			<input type="checkbox"/> 730 Labor/Mgmt. Reporting & Disclosure Act	<input type="checkbox"/> 891 Agricultural Acts
REAL PROPERTY	CIVIL RIGHTS		<input type="checkbox"/> 740 Railway Labor Act	<input type="checkbox"/> 892 Economic Stabilization Act
<input type="checkbox"/> 210 Land Condemnation	<input type="checkbox"/> 441 Voting	<input type="checkbox"/> 510 Motions to Vacate Sentence Habeas Corpus:	<input type="checkbox"/> 790 Other Labor Litigation	<input type="checkbox"/> 893 Environmental Matters
<input type="checkbox"/> 220 Foreclosure	<input type="checkbox"/> 442 Employment	<input type="checkbox"/> 530 General	<input type="checkbox"/> 791 Empl. Ret. Inc. Security Act	<input type="checkbox"/> 894 Energy Allocation Act
<input type="checkbox"/> 230 Rent Lease & Ejectment	<input type="checkbox"/> 443 Housing/ Accommodations	<input type="checkbox"/> 535 Death Penalty	FEDERAL TAX SUITS	<input type="checkbox"/> 895 Freedom of Information Act
<input type="checkbox"/> 240 Torts to Land	<input type="checkbox"/> 444 Welfare	<input type="checkbox"/> 540 Mandamus & Other	<input type="checkbox"/> 870 Taxes (U.S. Plaintiff or Defendant)	<input type="checkbox"/> 900 Appeal of Fee
<input type="checkbox"/> 245 Tort Product Liability	<input type="checkbox"/> 445 Amer. w/Disabilities- Employment	<input type="checkbox"/> 550 Civil Rights	<input type="checkbox"/> 871 IRS—Third Party 26 USC 7609	<input type="checkbox"/> 900 Determination Under Equal Access to Justice
<input type="checkbox"/> 290 All Other Real Property	<input type="checkbox"/> 446 Amer. w/Disabilities- Other	<input type="checkbox"/> 555 Prison Condition		<input type="checkbox"/> 950 Constitutionality of State Statutes
	<input type="checkbox"/> 440 Other Civil Rights			<input type="checkbox"/> 890 Other Statutory Actions

V. ORIGIN (PLACE AN "X" IN ONE BOX ONLY)

1 Original 2 Removed from State Court 3 Remanded from Appellate Court 4 Reinstated or Reopened 5 another district 6 Multidistrict 7 District Judge from Litigation Magistrate Judgment

VI. CAUSE OF ACTION

Cite the U.S. Civil Statute under which you are filing (Do not cite jurisdictional statutes unless diversity)
17 U.S.C. § 501 et seq.

Brief description of the cause: **copyright infringement**

VII. REQUESTED IN COMPLAINT

CHECK IF THIS IS A CLASS ACTION
UNDER F.R.C.P. 23

DEMAND \$

Statutory damages; injunction

CHECK YES only if demanded in complaint
JURY DEMAND: Yes No

VIII. RELATED CASE(S) IF ANY

(See instructions)

SEE ATTACHMENT A

JUDGE

DOCKET NUMBER

DATE

SIGNATURE OF ATTORNEY OF RECORD

4/13/05

Michael M. Helmer

FOR OFFICE USE ONLY

RECEIPT# AMOUNT APPLYING IFP JUDGE MAG. JUDGE

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS
EASTERN DIVISION

ATTACHMENT A

This lawsuit is related to the following cases pending or closed within the past two (2) years in the United States District Court for the District of Massachusetts, Eastern Division:

Capitol Records, Inc., et al. v. Alaujan, Lead Docket No. 03-11661 NG

London-Sire Records Inc., et al. v. Does, Docket No. 04-12434 NG

Interscope Records, et al. v. Does, Docket No. 04-12435 NG

Maverick Recording Company, et al. v. Doe, Docket No. 04-12436 NG

Atlantic Recording Corp., et al. v. Does, Docket No. 04-12437 NG

Capitol Records, Inc., et al. v. Doe, Docket No. 04-12438 NG

Loud Records, LLC, et al. v. Does, Docket No. 04-12439 NG

BMG Music, et al. v. Does, Docket No. 05-10168 NG

Interscope Records, et al. v. Does, Docket No. 05-10160 NG

Motown Record Company, L.P., et al. v. Does, Docket No. 05-10159 NG

UMG Recordings, Inc., et al. v. Does, Docket No. 05-10169 NG

Virgin Records America, Inc., et al. v. Dubrock, Docket No. 05-10158 NG

Capitol Records Inc., et al. v. Does, Docket No. 05CV10565 NG

Virgin Records America, Inc. et al. v. Does, Docket No. 05CV10566 NG

Sony BMG Music Entertainment et al. v. Doe, Docket No. 05CV10567 NG

Interscope Records et al. v. Doe, Docket No. 05CV10569 NG

Atlantic Recording Corp. et al. v. Does, Docket No. 05CV10568 NG

This lawsuit is related to the following cases pending or closed within the past two (2) years in the United States District Court for the District of Massachusetts, Central Division:

Warner Bros. Records Inc., et al. v. Duteau, Docket No. 04-40165 FDS

Sony Music Entertainment Inc., et al. v. D'Mato, Docket No. 04-40166 FDS

Capitol Records, Inc, et al. v. Fitzpatrick, Docket No. 04-40168 FDS

Arista Records Inc., et al. v. Doe, Docket No. 04-40240 FDS

Maverick Recording Company, et al. v. Hagerty, Docket No. 04-40167 FDS

London-Sire Records Inc., et al. v. Totolos, Docket No. 05-40016 FDS

BMG Music et al. v. Doe, Docket No. 05-40055 FDS

This lawsuit is also related to the following cases pending or closed within the past two (2) years in the United States District Court for the District of Massachusetts, Western Division:

Motown Record Company, L.P., et al. v. Adams, Docket No. 04-30134 MAP

Arista Records Inc., et al. v. Skowyra, Docket No. 04-30135 MAP

Loud Records, LLC, et al. v. Thurston, Docket No. 04-30136 MAP

Arista Records Inc., et al. v. Aberdale, Docket No. 04-30164 MAP

Virgin Records America, Inc., et al. v. Doe, Docket No. 04-30223 KPN

Sony BMG Music Entertainment, et al. v. Doe, Docket No. 04-30224 MAP

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

1. TITLE OF CASE (NAME OF FIRST PARTY ON EACH SIDE ONLY) ATLANTIC RECORDING CORP. v. DOES 1 - 25

2. CATEGORY IN WHICH THE CASE BELONGS BASED UPON THE NUMBERED NATURE OF SUIT CODE LISTED ON THE CIVIL COVER SHEET. (SEE LOCAL RULE 40.1(A)(1)).

____ I. 160, 410, 470, R.23, REGARDLESS OF NATURE OF SUIT.

II. 195, 368, 400, 440, 441-444, 540, 550, 555, 625, 710, 720, 730, 740, 790, 791, 820*, 830*, 840*, 850, 890, 892-894, 895, 950. *Also complete AO 120 or AO 121 for patent, trademark or copyright cases

____ III. 110, 120, 130, 140, 151, 190, 210, 230, 240, 245, 290, 310, 315, 320, 330, 340, 345, 350, 355, 360, 362, 365, 370, 371, 380, 385, 450, 891.

____ IV. 220, 422, 423, 430, 460, 510, 530, 610, 620, 630, 640, 650, 660, 690, 810, 861-865, 870, 871, 875, 900.

____ V. 150, 152, 153.

3. TITLE AND NUMBER, IF ANY, OF RELATED CASES. (SEE LOCAL RULE 40.1(G)). IF MORE THAN ONE PRIOR RELATED CASE HAS BEEN FILED IN THIS DISTRICT PLEASE INDICATE THE TITLE AND NUMBER OF THE FIRST FILED CASE IN THIS COURT.
SEE ATTACHMENT A

4. HAS A PRIOR ACTION BETWEEN THE SAME PARTIES AND BASED ON THE SAME CLAIM EVER BEEN FILED IN THIS COURT?
YES NO

5. DOES THE COMPLAINT IN THIS CASE QUESTION THE CONSTITUTIONALITY OF AN ACT OF CONGRESS AFFECTING THE PUBLIC INTEREST? (SEE 28 USC §2403)
YES NO

IF SO, IS THE U.S.A. OR AN OFFICER, AGENT OR EMPLOYEE OF THE U.S. A PARTY?
YES NO

6. IS THIS CASE REQUIRED TO BE HEARD AND DETERMINED BY A DISTRICT COURT OF THREE JUDGES PURSUANT TO TITLE 28 USC §2284?
YES NO

7. DO ALL OF THE PARTIES IN THIS ACTION, EXCLUDING GOVERNMENTAL AGENCIES OF THE UNITED STATES AND THE COMMONWEALTH OF MASSACHUSETTS ("GOVERNMENTAL AGENCIES"), RESIDING IN MASSACHUSETTS RESIDE IN THE SAME DIVISION? - (SEE LOCAL RULE 40.1(D)).
YES NO

A. IF YES, IN WHICH DIVISION DO ALL OF THE NON-GOVERNMENTAL PARTIES RESIDE?
EASTERN DIVISION CENTRAL DIVISION WESTERN DIVISION

B. IF NO, IN WHICH DIVISION DO THE MAJORITY OF THE PLAINTIFFS OR THE ONLY PARTIES, EXCLUDING GOVERNMENTAL AGENCIES, RESIDING IN MASSACHUSETTS RESIDE?
EASTERN DIVISION CENTRAL DIVISION WESTERN DIVISION

(PLEASE TYPE OR PRINT)

ATTORNEY'S NAME COLIN J. ZICK (BBO No. 556538), GABRIEL M. HELMER (BBO No. 652640)ADDRESS FOLEY HOAG LLP, 155 Seaport Boulevard, Boston, MA 02210-2600TELEPHONE NO. (617) 832-1000/fax (617) 832-7000

(Cover Sheet local.wpd-11/27/00)

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS
EASTERN DIVISION

ATTACHMENT A

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Atlantic Recording Corp., et al. v. Does, Docket No. 04-12437 NG

Capitol Records, Inc., et al. v. Doe, Docket No. 04-12438 NG

Loud Records, LLC, et al. v. Does, Docket No. 04-12439 NG

BMG Music, et al. v. Does, Docket No. 05-10168 NG

Interscope Records, et al. v. Does, Docket No. 05-10160 NG

Motown Record Company, L.P., et al. v. Does, Docket No. 05-10159 NG

UMG Recordings, Inc., et al. v. Does, Docket No. 05-10169 NG

Virgin Records America, Inc., et al. v. Dubrock, Docket No. 05-10158 NG

Capitol Records Inc., et al. v. Does, Docket No. 05CV10565 NG

Virgin Records America, Inc. et al. v. Does, Docket No. 05CV10566 NG

Sony BMG Music Entertainment et al. v. Doe, Docket No. 05CV10567 NG

Interscope Records et al. v. Doe, Docket No. 05CV10569 NG

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Arista Records Inc., et al. v. Doe, Docket No. 04-40240 FDS

Maverick Recording Company, et al. v. Hagerty, Docket No. 04-40167 FDS

London-Sire Records Inc., et al. v. Totolos, Docket No. 05-40016 FDS

BMG Music et al. v. Doe, Docket No. 05-40055 FDS

This lawsuit is also related to the following cases pending or closed within the past two (2) years in the United States District Court for the District of Massachusetts, Western Division:

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Arista Records Inc., et al. v. Skowyra, Docket No. 04-30135 MAP

Loud Records, LLC, et al. v. Thurston, Docket No. 04-30136 MAP

Arista Records Inc., et al. v. Aberdale, Docket No. 04-30164 MAP

Virgin Records America, Inc., et al. v. Doe, Docket No. 04-30223 KPN

Sony BMG Music Entertainment, et al. v. Doe, Docket No. 04-30224 MAP

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

ATLANTIC RECORDING CORPORATION, a Delaware corporation; ELEKTRA ENTERTAINMENT GROUP INC., a Delaware corporation; PRIORITY RECORDS LLC, a California limited liability company; ARISTA RECORDS LLC, a Delaware limited liability company; WARNER BROS. RECORDS INC., a Delaware corporation; BMG MUSIC, a New York general partnership; MOTOWN RECORD COMPANY, L.P., a California limited partnership; INTERSCOPE RECORDS, a California general partnership; CAPITOL RECORDS, INC., a Delaware corporation; MAVERICK RECORDING COMPANY, a California joint venture; UMG RECORDINGS, INC., a Delaware corporation; SONY BMG MUSIC ENTERTAINMENT, a Delaware general partnership; and VIRGIN RECORDS AMERICA, INC., a California corporation,) CIVIL ACTION No. 05-10733-NG
Plaintiffs,)
v.)
DOES 1 - 25,)
Defendants.)

CORPORATE DISCLOSURE STATEMENT

Pursuant to Rule 7.1 of the Federal Rules of Civil Procedure and Local Rule 7.3,
Plaintiffs identify their parent corporations and any publicly held company that owns 10% or
more of any Plaintiff's stock.

Plaintiff ATLANTIC RECORDING CORPORATION's parent corporation is WMG
Parent Corp., which is not publicly traded.

Plaintiff ELEKTRA ENTERTAINMENT GROUP INC.'s parent corporation is WMG Parent Corp., which is not publicly traded.

Plaintiff PRIORITY RECORDS LLC's parent is EMI Group PLC, which is publicly traded in the U.K.

Plaintiff ARISTA RECORDS LLC is a limited liability company owned by BMG Music, which is not publicly traded.

Plaintiff WARNER BROS. RECORDS INC.'s parent corporation is WMG Parent Corp., which is not publicly traded.

Plaintiff BMG MUSIC is a general partnership owned by Sony BMG Music Entertainment and Ariola Eurodisc LLC, neither of which is publicly traded.

Plaintiff MOTOWN RECORD COMPANY, L.P. is a subsidiary of Vivendi Universal, S.A., which is publicly traded in the United States.

Plaintiff INTERSCOPE RECORDS is a subsidiary of Vivendi Universal, S.A., which is publicly traded in the United States.

Plaintiff CAPITOL RECORDS, INC.'s parent corporation is EMI Group PLC, a company publicly traded in the U.K.

Plaintiff MAVERICK RECORDING COMPANY is a joint venture between Maverick Records, which is not publicly traded, and Warner Bros. Records Inc., whose parent corporation is WMG Parent Corp., which is not publicly traded.

Plaintiff UMG RECORDINGS, INC.'s parent corporation is Vivendi Universal, S.A., which is publicly traded in the United States.

Plaintiff SONY BMG MUSIC ENTERTAINMENT is a joint venture owned by USCO Holdings Inc., BeSo Holding LLC, Ariola Eurodisc, Inc., Arista Holding, Inc., and Zomba US Holdings, Inc., none of which is publicly traded. Its ultimate parents are Bertelsmann AG and Sony Corporation, the latter of which is publicly traded in the United States.

Plaintiff VIRGIN RECORDS AMERICA, INC.'s parent is EMI Group PLC, which is publicly traded in the U.K.

ATLANTIC RECORDING CORP.;
ELEKTRA ENTERTAINMENT GROUP
INC.; PRIORITY RECORDS LLC; ARISTA
RECORDS LLC; WARNER BROS.
RECORDS INC.; BMG MUSIC; MOTOWN
RECORD COMPANY, L.P.; INTERSCOPE
RECORDS; CAPITOL RECORDS, INC.;
MAVERICK RECORDING CO.; UMG
RECORDINGS, INC.; SONY BMG MUSIC
ENTERTAINMENT; and VIRGIN RECORDS
AMERICA, INC.

By their attorneys,

DATED: 4.13.05

By: Gabriel M. Helmer

Colin J. Zick (BBO No. 556538)
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Doe #1 (168.122.146.39 2005-03-14 08:03:52 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Virgin Records America, Inc.	Smashing Pumpkins	Glass and the Ghost Children	Machina/The Machine of God	278-424
Virgin Records America, Inc.	Smashing Pumpkins	Stand Inside Your Love	Machina/The Machine of God	278-424
Arista Records LLC	Usher	U Remind Me	8701	307-207
Arista Records LLC	Usher	You Make Me Wanna	My Way	257-730

Doe #2 (168.122.168.123 2005-03-27 02:17:19 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Virgin Records America, Inc.	Smashing Pumpkins	Perfect	Adore	261-479
Warner Bros. Records Inc.	Red Hot Chili Peppers	Savior	Californication	174-922
Elektra Entertainment Group Inc.	The Cure	Why Can't I Be You?	Kiss Me, Kiss Me, Kiss Me	82-714
Elektra Entertainment Group Inc.	Bjork	All Neon Like	Homogenic	245-199
UMG Recordings, Inc.	Live	The Dam At Otter Creek	Throwing Copper	187-926

Doe #3 (168.122.215.146 2005-03-03 01:43:35 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Arista Records LLC	Outkast	Mamacita	Aquemini	264-092
Arista Records LLC	Outkast	Liberation	Aquemini	264-092
Priority Records LLC	NWA	The Dayz of Wayback	Efil4zaggin'	137-627
Capitol Records, Inc.	Radiohead	Bones	The Bends	280-260
Capitol Records, Inc.	Radiohead	Bends	The Bends	280-260

Doe #4 (168.122.235.156 2005-02-27 05:09:24 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Warner Bros. Records Inc.	Barenaked Ladies	Pinch Me	Maroon	288-335
Warner Bros. Records Inc.	Green Day	Waiting	Warning	288-352
Sony BMG Music Entertainment	Korn	Somebody Someone	Issues	276-133
Sony BMG Music Entertainment	Will Smith	Miami	Big Willie Style	249-123

Doe #5 (168.122.223.230 2005-03-02 09:40:41 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Motown Record Company, L.P.	Erykah Badu	Cleva	Mama's Gun	295-614
BMG Music	Busta Rhymes	Pass the Courvoisier	Genesis	312-547
Virgin Records America, Inc.	Spice Girls	2 Become 1	Spice	201-276
Motown Record Company, L.P.	Erykah Badu	Time's A Wastin	Mama's Gun	295-614

Doe #6 (168.122.210.86 2005-03-02 15:41:49 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Interscope Records	Dr. Dre	Xxplosive	2001	277-983
Capitol Records, Inc.	Radiohead	Kid A	Kid A	289-381
Capitol Records, Inc.	Radiohead	Idioteque	Kid A	289-381
Sony BMG Music Entertainment	Pearl Jam	Hey Foxymophandlemama, That's Me	Vitalogy	206-558
Sony BMG Music Entertainment	Nas	We Will Survive	I Am	175-149

Doe #7 (168.122.250.223 2005-03-03 17:47:02 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Sony BMG Music Entertainment	Fiona Apple	Criminal	Tidal	227-923
Warner Bros. Records Inc.	Seal	Kiss From A Rose	Seal	194-147
BMG Music	Jim Brickman	The Gift	The Gift	242-241
Interscope Records	No Doubt	Don't Speak	Tragic Kingdom	206-724

Doe #8 (168.122.212.179 2005-03-03 18:26:17 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
UMG Recordings, Inc.	Guns N Roses	Sweet Child O' Mine	Appetite for Destruction	85-358
Sony BMG Music Entertainment	Michael Jackson	Smooth Criminal	Bad	84-256
Sony BMG Music Entertainment	Michael Jackson	Human Nature	Thriller	41-965
Arista Records LLC	Usher	U Remind Me	8701	307-207

Doe #9 (168.122.227.163 2005-03-05 02:34:56 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Capitol Records, Inc.	Pink Floyd	Goodbye Blue Sky	The Wall	14-787
Elektra Entertainment Group Inc.	The Cars	Just What I Needed	Cars	4-128
Sony BMG Music Entertainment	Incubus	Clean	Make Yourself	278-818
Sony BMG Music Entertainment	Romeo Void	Never Say Never	Warm, in Your Coat	144-050
Arista Records LLC	Outkast	Gasoline Dreams	Stankonia	306-741

Doe #10 (168.122.252.50 2005-03-06 00:42:42 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Arista Records LLC	Blu Cantrell	Hit 'Em Up Style (Oops!)	So Blu	300-390
Sony BMG Music Entertainment	Michael Jackson	Man In The Mirror	Bad	84-256
Sony BMG Music Entertainment	Incubus	Pardon Me	Make Yourself	278-818
Maverick Recording Company	Alanis Morissette	You Oughta Know	Jagged Little Pill	213-545

Doe #11 (168.122.211.47 2005-03-13 16:12:31 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Virgin Records America, Inc.	Smashing Pumpkins	Galapagos	Mellon Collie and the Infinite Sadness	183-904
Warner Bros. Records Inc.	Seal	Kiss From A Rose	Seal	194-147
UMG Recordings, Inc.	Counting Crows	Goodnight Elisabeth	Recovering The Satellites	226-415
Sony BMG Music Entertainment	Michael Jackson	Don't Stop Til You Get Enough	Off The Wall	11-120

Doe #12 (168.122.214.231 2005-03-15 05:50:26 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Sony BMG Music Entertainment	Nas	Album Intro	I Am	175-149
UMG Recordings, Inc.	Beck	The New Pollution	Odelay	222-917
Sony BMG Music Entertainment	Nas	Small World	I Am	175-149
Capitol Records, Inc.	Radiohead	Treefingers	Kid A	289-381

Doe #13 (168.122.214.112 2005-03-17 02:57:53 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
BMG Music	Foo Fighters	Learn To Fly	There Is Nothing Left To Lose	285-034
UMG Recordings, Inc.	Sublime	Badfish	Second Hand Smoke	246-011
Virgin Records America, Inc.	Ben Harper	Steal My Kisses	Burn To Shine	273-400
UMG Recordings, Inc.	U2	With or Without You	The Joshua Tree	78-949
Sony BMG Music Entertainment	Wyclef Jean	Perfect Gentleman	The Eclectic -2 Sides II A Book	291-301

Doe #14 (168.122.159.24 2005-03-25 18:16:48 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
UMG Recordings, Inc.	Def Leppard	Pour Some Sugar on Me	Hysteria	90-420
Virgin Records America, Inc.	Smashing Pumpkins	Stumbleine	Mellon Collie and the Infinite Sadness	183-904
Warner Bros. Records Inc.	Van Halen	Hot for Teacher	1984 (MCMLXXXIV)	52-319
Warner Bros. Records Inc.	Snake River Conspiracy	Somebody Hates You	Sonic Jihad	284-859

Doe #15 (168.122.249.10 2005-03-25 20:53:19 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Warner Bros. Records Inc.	Red Hot Chili Peppers	Scar Tissue	Californication	174-922
Arista Records LLC	Alan Jackson	Chattahoochee	Lot About Livin' (And a Little 'bout Love)	147-716
UMG Recordings, Inc.	Sublime	Caress Me Down	Sublime	224-105

Doe #16 (168.122.241.77 2005-03-26 05:12:08 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Capitol Records, Inc.	Red Hot Chili Peppers	Mommy Where's Daddy	The Red Hot Chili Peppers	56-249
UMG Recordings, Inc.	Nirvana	Serve The Servants	In Utero	172-276
UMG Recordings, Inc.	Nirvana	Heart-Shaped Box	In Utero	172-276
Capitol Records, Inc.	Red Hot Chili Peppers	Walkin' On Down the Road	The Uplift Mofo Party Plan	93-015

Doe #17 (168.122.229.164 2005-03-26 08:24:11 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Arista Records LLC	Thompson Twins	Hold Me Now	Into the Gap	52-747
Capitol Records, Inc.	Duran Duran	Notorious	Notorious	81-387
Warner Bros. Records Inc.	Fleetwood Mac	You Make Loving Fun	Rumours	N39857

Doe #18 (168.122.202.169 2005-03-26 19:37:01 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Warner Bros. Records Inc.	Red Hot Chili Peppers	Easily	Californication	174-922
Atlantic Recording Corporation	matchbox twenty	Stop	Mad Season	305-708
Capitol Records, Inc.	Norah Jones	Lonestar	Come Away With Me	320-120

Doe #19 (168.122.181.178 2005-03-26 20:07:59 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
BMG Music	Lou Bega	Mambo No. 5 (A Little Bit Of...)	A Little Bit Of Mambo	286-646
Virgin Records America, Inc.	Spice Girls	Stop	Spiceworld	261-523
Arista Records LLC	Outkast	Rosa Parks	Aquemini	264-092
Virgin Records America, Inc.	Spice Girls	2 Become 1	Spice	201-276
Warner Bros. Records Inc.	Red Hot Chili Peppers	Scar Tissue	Californication	174-922
Interscope Records	Limp Bizkit	N 2 Gether Now	Significant Other	279-827

Doe #20 (168.122.64.31 2005-03-27 05:11:53 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Sony BMG Music Entertainment	The Offspring	Devial, Revisited	Conspiracy of One	288-853
Sony BMG Music Entertainment	The Offspring	One Fine Day	Conspiracy of One	288-853
Virgin Records America, Inc.	UB40	Red Red Wine	Labour of Love	49-244
UMG Recordings, Inc.	Nirvana	Something In The Way	Nevermind	135-335

Doe #21 (168.122.221.190 2005-03-27 05:28:26 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Arista Records LLC	Santana	Do You Like The Way	Supernatural	289-833
UMG Recordings, Inc.	Live	I Alone	Throwing Copper	187-926
Atlantic Recording Corporation	Jewel	Fat Boy	Spirit	261-953

Doe #22 (168.122.228.37 2005-03-27 16:32:57 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Arista Records LLC	Pink	Love Is Such A Crazy Thing	Can't Take Me Home	279-958
Sony BMG Music Entertainment	Pearl Jam	Grievance	Binaural	300-972
UMG Recordings, Inc.	U2	I Will Follow	Under A Blood Red Sky	49-959
Sony BMG Music Entertainment	Pearl Jam	Parting Ways	Binaural	300-972
UMG Recordings, Inc.	U2	Desire	Rattle & Hum	99-818

Doe #23 (168.122.229.224 2005-03-29 04:35:20 (EST))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Warner Bros. Records Inc.	Linkin Park	By Myself	Hybrid Theory	288-402
Sony BMG Music Entertainment	The Offspring	Pretty Fly (For a White Guy)	Americana	264-015
Interscope Records	Smash Mouth	Satellite	Astro Lounge	264-519
UMG Recordings, Inc.	Blink-182	Dick Lips	Dude Ranch	243-969
Atlantic Recording Corporation	Hootie & The Blowfish	Look Away	Cracked Rear View	193-960

EXHIBIT A**Doe #24 (168.122.234.203 2005-03-27 13:10:40 (EST))**

<u>Copyright Owner</u>	<u>Artist</u>	<u>Recording Title</u>	<u>Album Title</u>	<u>SR#</u>
Sony BMG Music Entertainment	Bruce Springsteen	Tunnel of Love	Tunnel of Love	87-116
Virgin Records America, Inc.	A Perfect Circle	Orestes	Mer De Noms	281-642
Capitol Records, Inc.	Pink Floyd	Another Brick in the Wall, Pt. 3	The Wall	14-787
Arista Records LLC	Whitney Houston	I'm Every Woman	Bodyguard Soundtrack	152-583

Doe #25 (168.122.253.49 2005-03-27 18:35:48 (EST))

<u>Copyright Owner</u>	<u>Artist</u>	<u>Recording Title</u>	<u>Album Title</u>	<u>SR#</u>
Capitol Records, Inc.	Robbie Williams	Angels	The Ego Has Landed	174-566
Sony BMG Music Entertainment	Celine Dion	Because You Loved Me	Falling Into You	224-159
UMG Recordings, Inc.	Bloodhound Gang	The Bad Touch	Hooray For Boobies	278-185
Sony BMG Music Entertainment	Savage Garden	Two Beds And A Coffee Machine	Affirmation	276-120